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UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

-----x
STEPHEN GRAY, individually and on :
behalf of all others similarly situated, :
: Plaintiff, : Civil Action No: 07 Civ. 9790 (SHS)
v. :
: CITIGROUP INC., CHARLES PRINCE, :
THE PLANS ADMINISTRATIVE :
COMMITTEE OF CITIGROUP INC., :
THE 401(k) INVESTMENT :
COMMITTEE, and JOHN DOES 1 - 20, :
: Defendants.
-----x

[Additional captions on the next page]

**NOTICE OF MOTION
TO ADMIT MICHELLE C. YAU
PRO HAC VICE**

US DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK
CIVIL PRACTICE
SECTION 2504
CLERK'S OFFICE
125 WEST 14TH STREET
NEW YORK, NY 10011
TELEPHONE: (212) 805-7373
FAX: (212) 805-7375
E-MAIL: CLERK@SDNY.DOC.GOV

-----x
SHAUN ROSE, Individually and On :
Behalf of All Others Similarly Situated, :
: Plaintiff, : Civil Action No: 07 Civ. 10294
v. :
: CITIGROUP INC., CHARLES PRINCE, :
THE PLANS ADMINISTRATIVE :
COMMITTEE OF CITIGROUP INC., :
THE 401(k) INVESTMENT :
COMMITTEE, and JOHN DOES 1 - 10, :
: Defendants.
-----x
MEREDITH TRANBERG, individually :
and on behalf of all others similarly situated :
: Plaintiff, : Civil Action No: 07 Civ. 10341
v. :
: CITIGROUP INC., CHARLES PRINCE, :
THE PLANS ADMINISTRATIVE :
COMMITTEE OF CITIGROUP INC., :
THE 401(k) INVESTMENT :
COMMITTEE, and JOHN DOES 1 - 20, :
: Defendants.
-----x
ANTON RAPPOLD, individually and on :
behalf of all others similarly situated, :
: Plaintiff, : Civil Action No: 07 Civ. 10396
v. :
: CITIGROUP INC., CITIBANK, N.A., :
CHARLES PRINCE, THE PLANS :
ADMINISTRATIVE COMMITTEE OF :
CITIGROUP INC., THE 401(k) :
INVESTMENT COMMITTEE, and JOHN :
and JANE DOES 1 - 10, :
: Defendants.

-----x
 SAMIER TADROS, on Behalf of All :
 Others Similarly Situated, :
 :
 Plaintiff, :
 v. :
 :
 -----x

CITIGROUP INC., CHARLES O. :
 PRINCE, C. MICHAEL ARMSTRONG, :
 ALAIN J.P. BELDA, GEORGE DAVID, :
 KENNETH T. DERR, JOHN M. DEUTCH, :
 ROBERTO HERNANDEZ RAMIREZ, :
 ANN DIBBLE JORDAN, KLAUS :
 KLEINFELD, ANDREW N. LIVERIS, :
 ANNE MULCAHY, RICHARD D. :
 PARSONS, JUDITH RODIN, ROBERT E. :
 RUBIN, ROBERT E. RUBIN, FRANKLIN :
 A. THOMAS, JOHN DOES 1-20 (BEING :
 CURRENT AND FORMER MEMBERS :
 OF THE PLANS ADMINISTRATIVE :
 COMMITTEE OF CITIGROUP INC.) :
 and JOHN DOES 21-40 (BEING :
 CURRENT AND FORMER MEMBERS :
 OF THE INVESTMENT COMMITTEE :
 OF THE CITIGROUP INC. 401(K) PLAN), :
 :
 Defendants. :
 -----x

STEPHAN FIORINO, individually and on :
 behalf of all others similarly situated, :
 :
 -----x

Plaintiff, :
 v. :
 :
 CITIGROUP INC., CITIBANK N.A., :
 CHARLES PRINCE, THE PLANS :
 ADMINISTRATIVE COMMITTEE OF :
 CITIGROUP INC., THE 401(k) :
 INVESTMENT COMMITTEE, and :
 JOHN DOES 1 - 20, :
 :
 Defendants. :
 -----x

-----X
 JAMES BOLLA, individually and on behalf :
 of all others similarly situated, :
 Plaintiff, : Civil Action No: 07 Civ. 10461
 v. :
 CITIGROUP INC., CITIBANK N.A., :
 CHARLES PRINCE, THE PLANS :
 ADMINISTRATIVE COMMITTEE OF :
 CITIGROUP INC., THE 401(k) :
 INVESTMENT COMMITTEE, and :
 JOHN DOES 1 - 20, :
 Defendants. :
 -----X
 MARK GEROULO, individually, on behalf :
 of the CITIGROUP 401(k) Plan, the :
 CITIBUILDER 401 (K) PLAN FOR :
 PUERTO RICO, and all others similarly, :
 Plaintiff, : Civil Action No: 07 Civ. 10472
 v. :
 CITIGROUP, INC., CITIBANK, N.A., :
 THE PLAN ADMINISTRATIVE :
 COMMITTEE OF CITIGROUP, INC., :
 MICHAEL E. SCHLEIN, JOHN DOES :
 1-10, THE CITIGROUP 401(k) PLAN :
 INVESTMENT COMMITTEE and JOHN :
 DOES 10-20, C. MICHAEL :
 ARMSTRONG, ALAN J.P. BELDA, :
 GEORGE DAVID, KENNETH T. DERR, :
 JOHN M. DEUTCH, ROBERTO :
 HERNANDEZ, ANN DIBBLE JORDAN, :
 ANDREW N. LIVERIS, DUDLEY C. :
 MECUM, ANNE M. MULCAHY, :
 RICHARD D. PARSONS, ANDRALL E. :
 PEARSON, CHARLES PRINCE, JUDITH :
 RODIN, ROBERT E. RUBIN, FRANKLIN :
 A. THOMAS, SANFORD I. WEILL, :
 Defendants. :
 -----X

-----x
 ALAN STEVENS, on Behalf of Himself :
 and All Others Similarly Situated, :
 Plaintiff, : Civil Action No: 07 Civ. 11156
 v. :
 CITIGROUP INC., CITIBANK, N.A. :
 CHARLES PRINCE, C. MICHAEL :
 ARMSTRONG, ALAIN J.P. BELDA, :
 GEORGE DAVID, KENNETH T. DERR, :
 JOHN M. DEUTCH, PETER JOHNSON, :
 ROBERTO HERNANDEZ RAMIREZ, :
 ANDREW N. LIVERIS, ANNE :
 MULCAHEY, RICHARD D. PARSONS, :
 JUDITH RODIN, ROBERT E. RUBIN, :
 ROBERT L. RYAN, FRANKLIN A. :
 THOMAS, THE PLANS :
 ADMINISTRATION COMMITTEE OF :
 CITIGROUP, INC., THE INVESTMENT :
 COMMITTEE and JOHN DOES 1-30, :
 Defendants.
 -----x
 STEPHEN GOLDSTEIN, on Behalf of :
 Himself and a Class of Persons Similarly :
 Situated, :
 Plaintiff, : Civil Action No: 07 Civ. 11158
 v. :
 CITIGROUP INC., THE PLANS :
 ADMINISTRATION COMMITTEE OF :
 CITIGROUP, INC., MICHAEL E. :
 SCHLEIN, CHARLES PRINCE, C. :
 MICHAEL ARMSTRONG, ALAIN J.P. :
 BELDA, GEORGE DAVID, KENNETH T. :
 DERR, JOHN M. DEUTCH, ROBERTO :
 HERNANDEZ RAMIREZ, ANDREW N. :
 LIVERIS, ANNE MULCAHEY, :
 RICHARD D. PARSONS, JUDITH :
 RODIN, ROBERT E. RUBIN, ROBERT L. :
 RYAN, AND FRANKLIN A. THOMAS, :
 And JOHN DOES 1-30,
 Defendants.

-----x
 CHRIS SOUTHARD, on Behalf of All :
 Others Similarly Situated, :
 Plaintiff, : Civil Action No: 07 Civ. 11164
 v. :
 :
 CITIGROUP INC., CHARLES O. :
 PRINCE, C. MICHAEL ARMSTRONG, :
 ALAIN J.P. BELDA, GEORGE DAVID, :
 KENNETH T. DERR, JOHN M. DEUTCH, :
 ROBERTO HERNANDEZ RAMIREZ, :
 ANN DIBBLE JORDAN, KLAUS :
 KLEINFELD, ANDREW N. LIVERIS, :
 ANNE MULCAHY, RICHARD D. :
 PARSONS, JUDITH RODIN, ROBERT E. :
 RUBIN, ROBERT E. RUBIN, FRANKLIN :
 A. THOMAS, JOHN DOES 1-20 (BEING :
 CURRENT AND FORMER MEMBERS :
 OF THE PLANS ADMINISTRATIVE :
 COMMITTEE OF CITIGROUP INC.) :
 and JOHN DOES 21-40 (BEING :
 CURRENT AND FORMER MEMBERS :
 OF THE INVESTMENT COMMITTEE :
 OF THE CITIGROUP INC. 401(K) PLAN), :
 :
 Defendants. :

FRANCIA BRICK, individually and on :
 Behalf of all others similarly situated, :
 Plaintiff, : Civil Action No: 07 Civ. 11369
 v. :
 :
 CITIGROUP INC., CHARLES PRINCE, :
 THE PLAN'S ADMINISTRATIVE :
 COMMITTEE OF CITIGROUP, INC., :
 THE 401(k) INVESTMENT COMMITTEE, :
 And JOHN DOES 1-10, :
 :
 Defendants. :

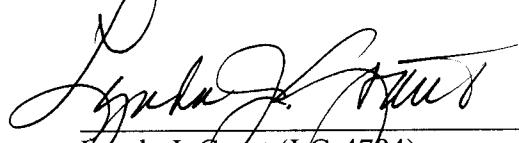
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WILLIAM and PATRICIA WOODWARD, :
individually and on Behalf of All Others :
Similarly Situated, :
: Plaintiffs, : Civil Action No: 07cv11207
v. :
: CITIGROUP INC., CHARLES PRINCE, :
ROBERT E. RUBIN, C. MICHAEL :
ARMSTRONG, ALAIN J. P. BELDA, :
GEORGE DAVID, KENNETH T. DERR, :
JOHN M. DEUTCH, ROBERTO :
HERNANDEZ RAMIREZ, ANDREW N. :
LIVERIS, ANN MULCAHEY, RICHARD :
D. PARSONS, JUDITH RODIN, ROBERT :
L. RYAN, FRANKLIN A. THOMAS, ANN :
DIBBLE JORDAN, KLAUS KLEINFELD :
AND DUDLEY C. MECUM, and JOHN :
and JANE DOES 1-10, :
: Defendants. :

PLEASE TAKE NOTICE that upon the annexed Declaration of Lynda J. Grant,
the Affidavit of Michelle C. Yau and the Certificate of Good Standing annexed thereto,
the undersigned will move this Court, before the Honorable Sidney H. Stein on a date to
be determined by the Court, in the United States Courthouse, 500 Pearl Street, Courtroom
23A, New York, New York 10007, for an Order (attached hereto), pursuant to Rule

1.3(c) of the Local Rules of the United States District Courts for the Southern District and Eastern Districts of New York, admitting Michelle C. Yau *pro hac vice*.

Dated: January __, 2008

Respectfully submitted,



Lynda J. Grant (LG-4784)

**COHEN, MILSTEIN, HAUSFELD
& TOLL, P.L.L.C.**

150 East 52nd Street, 30th Floor
New York, New York 10022
(212) 838-7797

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

-----x
STEPHEN GRAY, individually and on :
behalf of all others similarly situated, :
: Civil Action No: 07 Civ. 9790 (SHS)
Plaintiff, :
v. :
:
CITIGROUP INC., CHARLES PRINCE, :
THE PLANS ADMINISTRATIVE :
COMMITTEE OF CITIGROUP INC., :
THE 401(k) INVESTMENT :
COMMITTEE, and JOHN DOES 1 - 20, :
: Defendants.
-----x

[Additional captions on the next page]

**DECLARATION OF LYNDA J. GRANT IN SUPPORT
OF MOTION TO ADMIT COUNSEL *PRO HAC VICE***

-----x
SHAUN ROSE, Individually and On :
Behalf of All Others Similarly Situated, :
: Plaintiff, : Civil Action No: 07 Civ. 10294
v. :
: CITIGROUP INC., CHARLES PRINCE, :
THE PLANS ADMINISTRATIVE :
COMMITTEE OF CITIGROUP INC., :
THE 401(k) INVESTMENT :
COMMITTEE, and JOHN DOES 1 - 10, :
: Defendants.
-----x
MEREDITH TRANBERG, individually :
and on behalf of all others similarly situated :
: Plaintiff, : Civil Action No: 07 Civ. 10341
v. :
: CITIGROUP INC., CHARLES PRINCE, :
THE PLANS ADMINISTRATIVE :
COMMITTEE OF CITIGROUP INC., :
THE 401(k) INVESTMENT :
COMMITTEE, and JOHN DOES 1 - 20, :
: Defendants.
-----x
ANTON RAPPOLD, individually and on :
behalf of all others similarly situated, :
: Plaintiff, : Civil Action No: 07 Civ. 10396
v. :
: CITIGROUP INC., CITIBANK, N.A., :
CHARLES PRINCE, THE PLANS :
ADMINISTRATIVE COMMITTEE OF :
CITIGROUP INC., THE 401(k) :
INVESTMENT COMMITTEE, and JOHN :
and JANE DOES 1 - 10, :
: Defendants.

-----x
 SAMIER TADROS, on Behalf of All :
 Others Similarly Situated, :
 Plaintiff, :
 v. : Civil Action No: 07 Civ. 10442

CITIGROUP INC., CHARLES O. :
 PRINCE, C. MICHAEL ARMSTRONG, :
 ALAIN J.P. BELDA, GEORGE DAVID, :
 KENNETH T. DERR, JOHN M. DEUTCH, :
 ROBERTO HERNANDEZ RAMIREZ, :
 ANN DIBBLE JORDAN, KLAUS :
 KLEINFELD, ANDREW N. LIVERIS, :
 ANNE MULCAHY, RICHARD D. :
 PARSONS, JUDITH RODIN, ROBERT E. :
 RUBIN, ROBERT E. RUBIN, FRANKLIN :
 A. THOMAS, JOHN DOES 1-20 (BEING :
 CURRENT AND FORMER MEMBERS :
 OF THE PLANS ADMINISTRATIVE :
 COMMITTEE OF CITIGROUP INC.) :
 and JOHN DOES 21-40 (BEING :
 CURRENT AND FORMER MEMBERS :
 OF THE INVESTMENT COMMITTEE :
 OF THE CITIGROUP INC. 401(K) PLAN), :

Defendants. :

-----x
 STEPHAN FIORINO, individually and on :
 behalf of all others similarly situated, :
 Plaintiff, : Civil Action No: 07 Civ. 10458
 v. :

CITIGROUP INC., CITIBANK N.A., :
 CHARLES PRINCE, THE PLANS :
 ADMINISTRATIVE COMMITTEE OF :
 CITIGROUP INC., THE 401(k) :
 INVESTMENT COMMITTEE, and :
 JOHN DOES 1 - 20, :

Defendants. :

-----x
 JAMES BOLLA, individually and on behalf :
 of all others similarly situated, :

Plaintiff, : Civil Action No: 07 Civ. 10461
 v. :

CITIGROUP INC., CITIBANK N.A., :
 CHARLES PRINCE, THE PLANS :
 ADMINISTRATIVE COMMITTEE OF :
 CITIGROUP INC., THE 401(k) :
 INVESTMENT COMMITTEE, and :
 JOHN DOES 1 - 20, :

Defendants. :

-----x
 MARK GEROULO, individually, on behalf :
 of the CITIGROUP 401(k) Plan, the :
 CITIBUILDER 401 (K) PLAN FOR :
 PUERTO RICO, and all others similarly, :

Plaintiff, : Civil Action No: 07 Civ. 10472
 v. :

CITIGROUP, INC., CITIBANK, N.A., :
 THE PLAN ADMINISTRATIVE :
 COMMITTEE OF CITIGROUP, INC., :
 MICHAEL E. SCHLEIN, JOHN DOES :
 1-10, THE CITIGROUP 401(k) PLAN :
 INVESTMENT COMMITTEE and JOHN :
 DOES 10-20, C. MICHAEL :
 ARMSTRONG, ALAN J.P. BELDA, :
 GEORGE DAVID, KENNETH T. DERR, :
 JOHN M. DEUTCH, ROBERTO :
 HERNANDEZ, ANN DIBBLE JORDAN, :
 ANDREW N. LIVERIS, DUDLEY C. :
 MECUM, ANNE M. MULCAHY, :
 RICHARD D. PARSONS, ANDRALL E. :
 PEARSON, CHARLES PRINCE, JUDITH :
 RODIN, ROBERT E. RUBIN, FRANKLIN :
 A. THOMAS, SANFORD I. WEILL, :

Defendants. :

-----x
 ALAN STEVENS, on Behalf of Himself :
 and All Others Similarly Situated, :
 Plaintiff, : Civil Action No: 07 Civ. 11156
 v. :
 CITIGROUP INC., CITIBANK, N.A, :
 CHARLES PRINCE, C. MICHAEL :
 ARMSTRONG, ALAIN J.P. BELDA, :
 GEORGE DAVID, KENNETH T. DERR, :
 JOHN M. DEUTCH, PETER JOHNSON, :
 ROBERTO HERNANDEZ RAMIREZ, :
 ANDREW N. LIVERIS, ANNE :
 MULCAHEY, RICHARD D. PARSONS, :
 JUDITH RODIN, ROBERT E. RUBIN, :
 ROBERT L. RYAN, FRANKLIN A. :
 THOMAS, THE PLANS :
 ADMINISTRATION COMMITTEE OF :
 CITIGROUP, INC., THE INVESTMENT :
 COMMITTEE and JOHN DOES 1-30, :
 Defendants. :
 -----x
 STEPHEN GOLDSTEIN, on Behalf of :
 Himself and a Class of Persons Similarly :
 Situated, :
 Plaintiff, : Civil Action No: 07 Civ. 11158
 v. :
 CITIGROUP INC., THE PLANS :
 ADMINISTRATION COMMITTEE OF :
 CITIGROUP, INC., MICHAEL E. :
 SCHLEIN, CHARLES PRINCE, C. :
 MICHAEL ARMSTRONG, ALAIN J.P. :
 BELDA, GEORGE DAVID, KENNETH T. :
 DERR, JOHN M. DEUTCH, ROBERTO :
 HERNANDEZ RAMIREZ, ANDREW N. :
 LIVERIS, ANNE MULCAHEY, :
 RICHARD D. PARSONS, JUDITH :
 RODIN, ROBERT E. RUBIN, ROBERT L. :
 RYAN, AND FRANKLIN A. THOMAS, :
 And JOHN DOES 1-30, :
 Defendants.

-----x
CHRIS SOUTHARD, on Behalf of All
Others Similarly Situated,

Plaintiff,

Civil Action No: 07 Civ. 11164

v.

CITIGROUP INC., CHARLES O.
PRINCE, C. MICHAEL ARMSTRONG,
ALAIN J.P. BELDA, GEORGE DAVID,
KENNETH T. DERR, JOHN M. DEUTCH,
ROBERTO HERNANDEZ RAMIREZ,
ANN DIBBLE JORDAN, KLAUS
KLEINFELD, ANDREW N. LIVERIS,
ANNE MULCAHY, RICHARD D.
PARSONS, JUDITH RODIN, ROBERT E.
RUBIN, ROBERT E. RUBIN, FRANKLIN
A. THOMAS, JOHN DOES 1-20 (BEING
CURRENT AND FORMER MEMBERS
OF THE PLANS ADMINISTRATIVE
COMMITTEE OF CITIGROUP INC.)
and JOHN DOES 21-40 (BEING
CURRENT AND FORMER MEMBERS
OF THE INVESTMENT COMMITTEE
OF THE CITIGROUP INC. 401(K) PLAN),

Defendants.

FRANCIA BRICK, individually and on
Behalf of all others similarly situated,

Plaintiff,

Civil Action No: 07 Civ. 11369

v.

CITIGROUP INC., CHARLES PRINCE,
THE PLAN'S ADMINISTRATIVE
COMMITTEE OF CITIGROUP, INC.,
THE 401(k) INVESTMENT COMMITTEE,
And JOHN DOES 1-10,

Defendants.

-----x
WILLIAM and PATRICIA WOODWARD, :
individually and on Behalf of All Others :
Similarly Situated, :
Plaintiffs, : Civil Action No: 07cv11207
v. :
CITIGROUP INC., CHARLES PRINCE, :
ROBERT E. RUBIN, C. MICHAEL :
ARMSTRONG, ALAIN J. P. BELDA, :
GEORGE DAVID, KENNETH T. DERR, :
JOHN M. DEUTCH, ROBERTO :
HERNANDEZ RAMIREZ, ANDREW N. :
LIVERIS, ANN MULCAHEY, RICHARD :
D. PARSONS, JUDITH RODIN, ROBERT :
L. RYAN, FRANKLIN A. THOMAS, ANN :
DIBBLE JORDAN, KLAUS KLEINFELD :
AND DUDLEY C. MECUM, and JOHN :
and JANE DOES 1-10, :
Defendants. :

I, Lynda J. Grant, hereby declare as follows:

1. I am an attorney admitted to practice in the State of New York, and in the Southern and Eastern Districts of New York. I submit this Declaration in support of the motion to admit Michelle C. Yau to the United States District Court for the Southern District of New York *pro hac vice* for purposes of this action.

2. I agree to act as local counsel for Michelle C. Yau and to observe the Rules of this Court governing the conduct of attorneys.

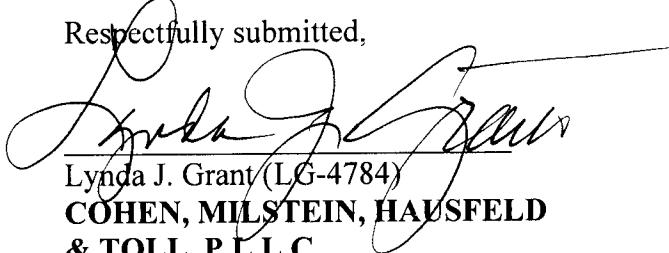
3. Michelle C. Yau is a member in good standing of the Bar of the Commonwealth of Massachusetts.

For the foregoing reasons, it is respectfully requested that Michelle C. Yau be admitted *pro hac vice* to the United States District Court for the Southern District of New York for purposes of this action.

I hereby declare under penalty of perjury that the foregoing is true and correct.

Dated: January ___, 2008

Respectfully submitted,



Lynda J. Grant (LG-4784)
**COHEN, MILSTEIN, HAUSFELD
& TOLL, P.L.L.C.**
150 East 52nd Street, 30th Floor
New York, New York 10022
(212) 838-7797

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

-----x
STEPHEN GRAY, individually and on :
behalf of all others similarly situated, :
:
Plaintiff, : Civil Action No: 07 Civ. 9790 (SHS)
v. :
:
CITIGROUP INC., CHARLES PRINCE, :
THE PLANS ADMINISTRATIVE :
COMMITTEE OF CITIGROUP INC., :
THE 401(k) INVESTMENT :
COMMITTEE, and JOHN DOES 1 - 20, :
:
Defendants. :
-----x

[Additional captions on the next page]

**AFFIDAVIT OF MICHELLE C. YAU IN SUPPORT OF
APPLICATION FOR ADMISSION PRO HAC VICE**

-----X

SHAUN ROSE, Individually and On Behalf of All Others Similarly Situated,	:	
Plaintiff,	:	Civil Action No: 07 Civ. 10294
v.	:	
CITIGROUP INC., CHARLES PRINCE, THE PLANS ADMINISTRATIVE COMMITTEE OF CITIGROUP INC., THE 401(k) INVESTMENT COMMITTEE, and JOHN DOES 1 - 10,	:	
Defendants.	:	
-----X		
MEREDITH TRANBERG, individually and on behalf of all others similarly situated	:	
Plaintiff,	:	Civil Action No: 07 Civ. 10341
v.	:	
CITIGROUP INC., CHARLES PRINCE, THE PLANS ADMINISTRATIVE COMMITTEE OF CITIGROUP INC., THE 401(k) INVESTMENT COMMITTEE, and JOHN DOES 1 - 20,	:	
Defendants.	:	
-----X		
ANTON RAPPOLD, individually and on behalf of all others similarly situated,	:	
Plaintiff,	:	Civil Action No: 07 Civ. 10396
v.	:	
CITIGROUP INC., CITIBANK, N.A., CHARLES PRINCE, THE PLANS ADMINISTRATIVE COMMITTEE OF CITIGROUP INC., THE 401(k) INVESTMENT COMMITTEE, and JOHN and JANE DOES 1 - 10,	:	
Defendants.	:	

-----x
 SAMIER TADROS, on Behalf of All
 Others Similarly Situated,

Plaintiff, :

v.

Civil Action No: 07 Civ. 10442

CITIGROUP INC., CHARLES O.
 PRINCE, C. MICHAEL ARMSTRONG,
 ALAIN J.P. BELDA, GEORGE DAVID,
 KENNETH T. DERR, JOHN M. DEUTCH,
 ROBERTO HERNANDEZ RAMIREZ,
 ANN DIBBLE JORDAN, KLAUS
 KLEINFELD, ANDREW N. LIVERIS,
 ANNE MULCAHY, RICHARD D.
 PARSONS, JUDITH RODIN, ROBERT E.
 RUBIN, ROBERT E. RUBIN, FRANKLIN
 A. THOMAS, JOHN DOES 1-20 (BEING
 CURRENT AND FORMER MEMBERS
 OF THE PLANS ADMINISTRATIVE
 COMMITTEE OF CITIGROUP INC.)
 and JOHN DOES 21-40 (BEING
 CURRENT AND FORMER MEMBERS
 OF THE INVESTMENT COMMITTEE
 OF THE CITIGROUP INC. 401(K) PLAN),

Defendants. :

-----x
 STEPHAN FIORINO, individually and on
 behalf of all others similarly situated,

Plaintiff, :

v.

Civil Action No: 07 Civ. 10458

CITIGROUP INC., CITIBANK N.A.,
 CHARLES PRINCE, THE PLANS
 ADMINISTRATIVE COMMITTEE OF
 CITIGROUP INC., THE 401(k)
 INVESTMENT COMMITTEE, and
 JOHN DOES 1 - 20,

Defendants. :

-----x
 JAMES BOLLA, individually and on behalf :
 of all others similarly situated,
 :

Plaintiff,

Civil Action No: 07 Civ. 10461

v.

CITIGROUP INC., CITIBANK N.A.,
 CHARLES PRINCE, THE PLANS
 ADMINISTRATIVE COMMITTEE OF
 CITIGROUP INC., THE 401(k)
 INVESTMENT COMMITTEE, and
 JOHN DOES 1 - 20,

Defendants.

-----x
 MARK GEROULO, individually, on behalf :
 of the CITIGROUP 401(k) Plan, the
 CITIBUILDER 401 (K) PLAN FOR
 PUERTO RICO, and all others similarly,

Plaintiff,

Civil Action No: 07 Civ. 10472

v.

CITIGROUP, INC., CITIBANK, N.A.,
 THE PLAN ADMINISTRATIVE
 COMMITTEE OF CITIGROUP, INC.,
 MICHAEL E. SCHLEIN, JOHN DOES
 1-10, THE CITIGROUP 401(k) PLAN
 INVESTMENT COMMITTEE and JOHN
 DOES 10-20, C. MICHAEL
 ARMSTRONG, ALAN J.P. BELDA,
 GEORGE DAVID, KENNETH T. DERR,
 JOHN M. DEUTCH, ROBERTO
 HERNANDEZ, ANN DIBBLE JORDAN,
 ANDREW N. LIVERIS, DUDLEY C.
 MECUM, ANNE M. MULCAHY,
 RICHARD D. PARSONS, ANDRALL E.
 PEARSON, CHARLES PRINCE, JUDITH
 RODIN, ROBERT E. RUBIN, FRANKLIN
 A. THOMAS, SANFORD I. WEILL,

Defendants.

-----x
 ALAN STEVENS, on Behalf of Himself
 and All Others Similarly Situated,

Plaintiff,	:	Civil Action No: 07 Civ. 11156
v.	:	

CITIGROUP INC., CITIBANK, N.A.,	:	
CHARLES PRINCE, C. MICHAEL	:	
ARMSTRONG, ALAIN J.P. BELDA,	:	
GEORGE DAVID, KENNETH T. DERR,	:	
JOHN M. DEUTCH, PETER JOHNSON,	:	
ROBERTO HERNANDEZ RAMIREZ,	:	
ANDREW N. LIVERIS, ANNE	:	
MULCAHEY, RICHARD D. PARSONS,	:	
JUDITH RODIN, ROBERT E. RUBIN,	:	
ROBERT L. RYAN, FRANKLIN A.	:	
THOMAS, THE PLANS	:	
ADMINISTRATION COMMITTEE OF	:	
CITIGROUP, INC., THE INVESTMENT	:	
COMMITTEE and JOHN DOES 1-30,	:	

Defendants.	:	
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-----x
 STEPHEN GOLDSTEIN, on Behalf of
 Himself and a Class of Persons Similarly
 Situated,

Plaintiff,	:	Civil Action No: 07 Civ. 11158
v.	:	

CITIGROUP INC., THE PLANS	:	
ADMINISTRATION COMMITTEE OF	:	
CITIGROUP, INC., MICHAEL E.	:	
SCHLEIN, CHARLES PRINCE, C.	:	
MICHAEL ARMSTRONG, ALAIN J.P.	:	
BELDA, GEORGE DAVID, KENNETH T.	:	
DERR, JOHN M. DEUTCH, ROBERTO	:	
HERNANDEZ RAMIREZ, ANDREW N.	:	
LIVERIS, ANNE MULCAHEY,	:	
RICHARD D. PARSONS, JUDITH	:	
RODIN, ROBERT E. RUBIN, ROBERT L.	:	
RYAN, AND FRANKLIN A. THOMAS,	:	
And JOHN DOES 1-30,	:	

Defendants.	:	
-------------	---	--

-----x
CHRIS SOUTHARD, on Behalf of All :
Others Similarly Situated, :

Plaintiff, : Civil Action No: 07 Civ. 11164
v. :

CITIGROUP INC., CHARLES O. :
PRINCE, C. MICHAEL ARMSTRONG, :
ALAIN J.P. BELDA, GEORGE DAVID, :
KENNETH T. DERR, JOHN M. DEUTCH, :
ROBERTO HERNANDEZ RAMIREZ, :
ANN DIBBLE JORDAN, KLAUS :
KLEINFELD, ANDREW N. LIVERIS, :
ANNE MULCAHY, RICHARD D. :
PARSONS, JUDITH RODIN, ROBERT E. :
RUBIN, ROBERT E. RUBIN, FRANKLIN :
A. THOMAS, JOHN DOES 1-20 (BEING :
CURRENT AND FORMER MEMBERS :
OF THE PLANS ADMINISTRATIVE :
COMMITTEE OF CITIGROUP INC.) :
and JOHN DOES 21-40 (BEING :
CURRENT AND FORMER MEMBERS :
OF THE INVESTMENT COMMITTEE :
OF THE CITIGROUP INC. 401(K) PLAN), :

Defendants. :

-----FRANCIA BRICK, individually and on :
Behalf of all others similarly situated, :

Plaintiff, : Civil Action No: 07 Civ. 11369
v. :

CITIGROUP INC., CHARLES PRINCE, :
THE PLAN'S ADMINISTRATIVE :
COMMITTEE OF CITIGROUP, INC., :
THE 401(k) INVESTMENT COMMITTEE, :
And JOHN DOES 1-10, :

Defendants. :

-----x

WILLIAM and PATRICIA WOODWARD, :	
individually and on Behalf of All Others :	
Similarly Situated, :	
 Plaintiffs, :	Civil Action No: 07cv11207
v. :	
 CITIGROUP INC., CHARLES PRINCE, :	
ROBERT E. RUBIN, C. MICHAEL :	
ARMSTRONG, ALAIN J. P. BELDA, :	
GEORGE DAVID, KENNETH T. DERR, :	
JOHN M. DEUTCH, ROBERTO :	
HERNANDEZ RAMIREZ, ANDREW N. :	
LIVERIS, ANN MULCAHEY, RICHARD :	
D. PARSONS, JUDITH RODIN, ROBERT :	
L. RYAN, FRANKLIN A. THOMAS, ANN :	
DIBBLE JORDAN, KLAUS KLEINFELD :	
AND DUDLEY C. MECUM, and JOHN :	
and JANE DOES 1-10, :	
 Defendants. :	

Michelle C. Yau, being duly sworn, deposes and says:

1. I am an attorney duly admitted to and a member in good standing of the Bar of the Commonwealth of Massachusetts. I am an associate with the law firm of Cohen, Milstein, Hausfeld & Toll, P.L.L.C., attorneys for co-counsel to plaintiff. I make this affidavit in support of the application for my admission *pro hac vice* to this Court.

2. I have participated in the prosecution of this action and am familiar with the litigation.

3. Attached hereto as Exhibit A is a Certificate of Good Standing issued by the Supreme Judicial Court of the Commonwealth of Massachusetts, which states that I have been duly admitted to and am a member in good standing.



Michelle C. Yau

Sworn to and subscribed before me
this 24th day of January, 2008



Bernadette Smith

Notary Public

BERNADETTE SMITH
NOTARY PUBLIC
District of Columbia
My Commission Expires December 14, 2011

COMMONWEALTH OF MASSACHUSETTS

SUFFOLK, SS.

BE IT REMEMBERED, that at the Supreme Judicial Court holden at Boston
within and for said County of Suffolk, on the **twenty-seventh**
day of **May** A.D. **2004**, said Court being the highest
Court of Record in said Commonwealth:

Michelle C. Yau

being found duly qualified in that behalf, and having taken and subscribed
the oaths required by law, was admitted to practice as an Attorney, and, by
virtue thereof, as a Counsellor at Law, in any of the Courts of the said
Commonwealth: that said Attorney is at present a member of the Bar, and
is in good standing according to the records of this Court*.

In testimony whereof, I have hereunto set my hand and affixed the
seal of said Court, this **eleventh** day of **January**
in the year of our Lord **two thousand and eight**.



A handwritten signature in black ink that reads "Maura S. Doyle".
MAURA S. DOYLE, Clerk

* Records of private discipline, if any, such as a private reprimand imposed by the Board of Bar Overseers or by any court, are not covered by this certification.

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

-----x
STEPHEN GRAY, individually and on :
behalf of all others similarly situated, :
v. :
Plaintiff, : Civil Action No: 07 Civ. 9790 (SHS)
CITIGROUP INC., CHARLES PRINCE, :
THE PLANS ADMINISTRATIVE :
COMMITTEE OF CITIGROUP INC., :
THE 401(k) INVESTMENT :
COMMITTEE, and JOHN DOES 1 - 20, :
Defendants. :
-----x

[Additional captions on the next page]

**[PROPOSED] ORDER GRANTING APPLICATION OF
MICHELLE C. YAU FOR ADMISSION PRO HAC VICE**

-----x
 SHAUN ROSE, Individually and On :
 Behalf of All Others Similarly Situated, :
 Plaintiff, : Civil Action No: 07 Civ. 10294
 v. :
 CITIGROUP INC., CHARLES PRINCE, :
 THE PLANS ADMINISTRATIVE :
 COMMITTEE OF CITIGROUP INC., :
 THE 401(k) INVESTMENT :
 COMMITTEE, and JOHN DOES 1 - 10, :
 Defendants.
 -----x
 MEREDITH TRANBERG, individually :
 and on behalf of all others similarly situated :
 Plaintiff, : Civil Action No: 07 Civ. 10341
 v. :
 CITIGROUP INC., CHARLES PRINCE, :
 THE PLANS ADMINISTRATIVE :
 COMMITTEE OF CITIGROUP INC., :
 THE 401(k) INVESTMENT :
 COMMITTEE, and JOHN DOES 1 - 20, :
 Defendants.
 -----x
 ANTON RAPPOLD, individually and on :
 behalf of all others similarly situated, :
 Plaintiff, : Civil Action No: 07 Civ. 10396
 v. :
 CITIGROUP INC., CITIBANK, N.A., :
 CHARLES PRINCE, THE PLANS :
 ADMINISTRATIVE COMMITTEE OF :
 CITIGROUP INC., THE 401(k) :
 INVESTMENT COMMITTEE, and JOHN :
 and JANE DOES 1 - 10, :
 Defendants.

-----x
 SAMIER TADROS, on Behalf of All
 Others Similarly Situated,

Plaintiff, :

v.

Civil Action No: 07 Civ. 10442

CITIGROUP INC., CHARLES O. :
 PRINCE, C. MICHAEL ARMSTRONG, :
 ALAIN J.P. BELDA, GEORGE DAVID, :
 KENNETH T. DERR, JOHN M. DEUTCH, :
 ROBERTO HERNANDEZ RAMIREZ, :
 ANN DIBBLE JORDAN, KLAUS :
 KLEINFELD, ANDREW N. LIVERIS, :
 ANNE MULCAHY, RICHARD D. :
 PARSONS, JUDITH RODIN, ROBERT E. :
 RUBIN, ROBERT E. RUBIN, FRANKLIN :
 A. THOMAS, JOHN DOES 1-20 (BEING :
 CURRENT AND FORMER MEMBERS :
 OF THE PLANS ADMINISTRATIVE :
 COMMITTEE OF CITIGROUP INC.) :
 and JOHN DOES 21-40 (BEING :
 CURRENT AND FORMER MEMBERS :
 OF THE INVESTMENT COMMITTEE :
 OF THE CITIGROUP INC. 401(K) PLAN), :

Defendants. :

-----x
 STEPHAN FIORINO, individually and on :
 behalf of all others similarly situated, :

Plaintiff, :

v.

Civil Action No: 07 Civ. 10458

CITIGROUP INC., CITIBANK N.A., :
 CHARLES PRINCE, THE PLANS :
 ADMINISTRATIVE COMMITTEE OF :
 CITIGROUP INC., THE 401(k) :
 INVESTMENT COMMITTEE, and :
 JOHN DOES 1 - 20, :

Defendants. :

-----x
 JAMES BOLLA, individually and on behalf :
 of all others similarly situated,
 :

Plaintiff, : Civil Action No: 07 Civ. 10461
 v.
 :

CITIGROUP INC., CITIBANK N.A., :
 CHARLES PRINCE, THE PLANS :
 ADMINISTRATIVE COMMITTEE OF :
 CITIGROUP INC., THE 401(k) :
 INVESTMENT COMMITTEE, and :
 JOHN DOES 1 - 20, :
 :

Defendants. :
 -----x

MARK GEROULO, individually, on behalf :
 of the CITIGROUP 401(k) Plan, the :
 CITIBUILDER 401 (K) PLAN FOR :
 PUERTO RICO, and all others similarly, :
 :

Plaintiff, : Civil Action No: 07 Civ. 10472
 v.
 :

CITIGROUP, INC., CITIBANK, N.A., :
 THE PLAN ADMINISTRATIVE :
 COMMITTEE OF CITIGROUP, INC., :
 MICHAEL E. SCHLEIN, JOHN DOES :
 1-10, THE CITIGROUP 401(k) PLAN :
 INVESTMENT COMMITTEE and JOHN :
 DOES 10-20, C. MICHAEL :
 ARMSTRONG, ALAN J.P. BELDA, :
 GEORGE DAVID, KENNETH T. DERR, :
 JOHN M. DEUTCH, ROBERTO :
 HERNANDEZ, ANN DIBBLE JORDAN, :
 ANDREW N. LIVERIS, DUDLEY C. :
 MECUM, ANNE M. MULCAHY, :
 RICHARD D. PARSONS, ANDRALL E. :
 PEARSON, CHARLES PRINCE, JUDITH :
 RODIN, ROBERT E. RUBIN, FRANKLIN :
 A. THOMAS, SANFORD I. WEILL, :
 :

Defendants. :
 -----x

-----x
 ALAN STEVENS, on Behalf of Himself
 and All Others Similarly Situated,

Plaintiff,

v.

CITIGROUP INC., CITIBANK, N.A.,
 CHARLES PRINCE, C. MICHAEL
 ARMSTRONG, ALAIN J.P. BELDA,
 GEORGE DAVID, KENNETH T. DERR,
 JOHN M. DEUTCH, PETER JOHNSON,
 ROBERTO HERNANDEZ RAMIREZ,
 ANDREW N. LIVERIS, ANNE
 MULCAHEY, RICHARD D. PARSONS,
 JUDITH RODIN, ROBERT E. RUBIN,
 ROBERT L. RYAN, FRANKLIN A.
 THOMAS, THE PLANS
 ADMINISTRATION COMMITTEE OF
 CITIGROUP, INC., THE INVESTMENT
 COMMITTEE and JOHN DOES 1-30,

Defendants.

-----x
 STEPHEN GOLDSTEIN, on Behalf of
 Himself and a Class of Persons Similarly
 Situated,

Plaintiff,

v.

CITIGROUP INC., THE PLANS
 ADMINISTRATION COMMITTEE OF
 CITIGROUP, INC., MICHAEL E.
 SCHLEIN, CHARLES PRINCE, C.
 MICHAEL ARMSTRONG, ALAIN J.P.
 BELDA, GEORGE DAVID, KENNETH T.
 DERR, JOHN M. DEUTCH, ROBERTO
 HERNANDEZ RAMIREZ, ANDREW N.
 LIVERIS, ANNE MULCAHEY,
 RICHARD D. PARSONS, JUDITH
 RODIN, ROBERT E. RUBIN, ROBERT L.
 RYAN, AND FRANKLIN A. THOMAS,
 And JOHN DOES 1-30,

Defendants.

Civil Action No: 07 Civ. 11156

Civil Action No: 07 Civ. 11158

-----x
 CHRIS SOUTHARD, on Behalf of All :
 Others Similarly Situated, :

Plaintiff, :

v. :

CITIGROUP INC., CHARLES O. :
 PRINCE, C. MICHAEL ARMSTRONG, :
 ALAIN J.P. BELDA, GEORGE DAVID, :
 KENNETH T. DERR, JOHN M. DEUTCH, :
 ROBERTO HERNANDEZ RAMIREZ, :
 ANN DIBBLE JORDAN, KLAUS :
 KLEINFELD, ANDREW N. LIVERIS, :
 ANNE MULCAHY, RICHARD D. :
 PARSONS, JUDITH RODIN, ROBERT E. :
 RUBIN, ROBERT E. RUBIN, FRANKLIN :
 A. THOMAS, JOHN DOES 1-20 (BEING :
 CURRENT AND FORMER MEMBERS :
 OF THE PLANS ADMINISTRATIVE :
 COMMITTEE OF CITIGROUP INC.) :
 and JOHN DOES 21-40 (BEING :
 CURRENT AND FORMER MEMBERS :
 OF THE INVESTMENT COMMITTEE :
 OF THE CITIGROUP INC. 401(K) PLAN), :

Defendants. :

FRANCIA BRICK, individually and on :
 Behalf of all others similarly situated, :

Plaintiff, :

v. :

CITIGROUP INC., CHARLES PRINCE, :
 THE PLAN'S ADMINISTRATIVE :
 COMMITTEE OF CITIGROUP, INC., :
 THE 401(k) INVESTMENT COMMITTEE, :
 And JOHN DOES 1-10, :

Defendants. :

Civil Action No: 07 Civ. 11164

Civil Action No: 07 Civ. 11369

-----x

WILLIAM and PATRICIA WOODWARD, :	:
individually and on Behalf of All Others :	:
Similarly Situated, :	:
Plaintiffs, :	Civil Action No: 07cv11207
v.	:
CITIGROUP INC., CHARLES PRINCE, :	:
ROBERT E. RUBIN, C. MICHAEL :	:
ARMSTRONG, ALAIN J. P. BELDA, :	:
GEORGE DAVID, KENNETH T. DERR, :	:
JOHN M. DEUTCH, ROBERTO :	:
HERNANDEZ RAMIREZ, ANDREW N. :	:
LIVERIS, ANN MULCAHEY, RICHARD :	:
D. PARSONS, JUDITH RODIN, ROBERT :	:
L. RYAN, FRANKLIN A. THOMAS, ANN :	:
DIBBLE JORDAN, KLAUS KLEINFELD :	:
AND DUDLEY C. MECUM, and JOHN :	:
and JANE DOES 1-10, :	:
Defendants. :	:

This matter coming before the Court by Motion submitted by Lynda J. Grant, seeking the admission of Michelle C. Yau to the United States District Court for the Southern District of New York *pro hac vice* for purposes of this action, and the Court having considered the Affidavit of Michelle C. Yau submitted in support thereof, and for good cause shown,

IT IS ON this _____ day of _____, 2008,

ORDERED that:

1. Michelle C. Yau is hereby granted admission *pro hac vice* to the United States District Court for the Southern District of New York, for the purpose of

appearing in this action, pursuant to Rule 1.3(c) of the Local Rules of the United States District Court for the Southern District of New York;

2. Michelle C. Yau is required to abide by and is subject to the Local Rules of the United States District Court for the Southern District of New York; and
3. Michelle C. Yau is required to notify the Court immediately of any matter that affects his standing at the Bar of any court.

United States District Judge

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

-----x
STEPHEN GRAY, individually and on :
behalf of all others similarly situated, :
Plaintiff, : Civil Action No: 07 Civ. 9790 (SHS)
v. :
CITIGROUP INC., CHARLES PRINCE, :
THE PLANS ADMINISTRATIVE :
COMMITTEE OF CITIGROUP INC., :
THE 401(k) INVESTMENT :
COMMITTEE, and JOHN DOES 1 - 20, :
Defendants.
-----x
SHAUN ROSE, Individually and On :
Behalf of All Others Similarly Situated, :
Plaintiff, : Civil Action No: 07 Civ. 10294
v. :
CITIGROUP INC., CHARLES PRINCE, :
THE PLANS ADMINISTRATIVE :
COMMITTEE OF CITIGROUP INC., :
THE 401(k) INVESTMENT :
COMMITTEE, and JOHN DOES 1 - 10, :
Defendants.
-----x
MEREDITH TRANBERG, individually :
and on behalf of all others similarly situated :
Plaintiff, : Civil Action No: 07 Civ. 10341
v. :
CITIGROUP INC., CHARLES PRINCE, :
THE PLANS ADMINISTRATIVE :
COMMITTEE OF CITIGROUP INC., :
THE 401(k) INVESTMENT :
COMMITTEE, and JOHN DOES 1 - 20, :
Defendants.
-----x

-----x
 ANTON RAPPOLD, individually and on behalf of all others similarly situated, :
 Plaintiff, : Civil Action No: 07 Civ. 10396
 v. :
 CITIGROUP INC., CITIBANK, N.A., :
 CHARLES PRINCE, THE PLANS :
 ADMINISTRATIVE COMMITTEE OF :
 CITIGROUP INC., THE 401(k) :
 INVESTMENT COMMITTEE, and JOHN :
 and JANE DOES 1 - 10, :
 Defendants. :
 -----x
 SAMIER TADROS, on Behalf of All :
 Others Similarly Situated, :
 Plaintiff, : Civil Action No: 07 Civ. 10442
 v. :
 CITIGROUP INC., CHARLES O. :
 PRINCE, C. MICHAEL ARMSTRONG, :
 ALAIN J.P. BELDA, GEORGE DAVID, :
 KENNETH T. DERR, JOHN M. DEUTCH, :
 ROBERTO HERNANDEZ RAMIREZ, :
 ANN DIBBLE JORDAN, KLAUS :
 KLEINFELD, ANDREW N. LIVERIS, :
 ANNE MULCAHY, RICHARD D. :
 PARSONS, JUDITH RODIN, ROBERT E. :
 RUBIN, ROBERT E. RUBIN, FRANKLIN :
 A. THOMAS, JOHN DOES 1-20 (BEING :
 CURRENT AND FORMER MEMBERS :
 OF THE PLANS ADMINISTRATIVE :
 COMMITTEE OF CITIGROUP INC.) :
 and JOHN DOES 21-40 (BEING :
 CURRENT AND FORMER MEMBERS :
 OF THE INVESTMENT COMMITTEE :
 OF THE CITIGROUP INC. 401(K) PLAN), :
 Defendants. :
 -----x

-----x
STEPHAN FIORINO, individually and on :
behalf of all others similarly situated, :

Plaintiff, : Civil Action No: 07 Civ. 10458
v. :

CITIGROUP INC., CITIBANK N.A., :
CHARLES PRINCE, THE PLANS :
ADMINISTRATIVE COMMITTEE OF :
CITIGROUP INC., THE 401(k) :
INVESTMENT COMMITTEE, and :
JOHN DOES 1 - 20, :

Defendants. :

-----x
JAMES BOLLA, individually and on behalf :
of all others similarly situated, :

Plaintiff, : Civil Action No: 07 Civ. 10461
v. :

CITIGROUP INC., CITIBANK N.A., :
CHARLES PRINCE, THE PLANS :
ADMINISTRATIVE COMMITTEE OF :
CITIGROUP INC., THE 401(k) :
INVESTMENT COMMITTEE, and :
JOHN DOES 1 - 20, :

Defendants. :

-----x

-----x
MARK GEROULO, individually, on behalf :
of the CITIGROUP 401(k) Plan, the :
CITIBUILDER 401 (K) PLAN FOR :
PUERTO RICO, and all others similarly, :
:
Plaintiff, : Civil Action No: 07 Civ. 10472
v. :
:
CITIGROUP, INC., CITIBANK, N.A., :
THE PLAN ADMINISTRATIVE :
COMMITTEE OF CITIGROUP, INC., :
MICHAEL E. SCHLEIN, JOHN DOES :
1-10, THE CITIGROUP 401(k) PLAN :
INVESTMENT COMMITTEE and JOHN :
DOES 10-20, C. MICHAEL :
ARMSTRONG, ALAN J.P. BELDA, :
GEORGE DAVID, KENNETH T. DERR, :
JOHN M. DEUTCH, ROBERTO :
HERNANDEZ, ANN DIBBLE JORDAN, :
ANDREW N. LIVERIS, DUDLEY C. :
MECUM, ANNE M. MULCAHY, :
RICHARD D. PARSONS, ANDRALL E. :
PEARSON, CHARLES PRINCE, JUDITH :
RODIN, ROBERT E. RUBIN, FRANKLIN :
A. THOMAS, SANFORD I. WEILL, :
:
Defendants. :
-----x

-----x

ALAN STEVENS, on Behalf of Himself and All Others Similarly Situated,	:	
Plaintiff,	:	Civil Action No: 07 Civ. 11156
v.	:	
CITIGROUP INC., CITIBANK, N.A., CHARLES PRINCE, C. MICHAEL ARMSTRONG, ALAIN J.P. BELDA, GEORGE DAVID, KENNETH T. DERR, JOHN M. DEUTCH, PETER JOHNSON, ROBERTO HERNANDEZ RAMIREZ, ANDREW N. LIVERIS, ANNE MULCAHEY, RICHARD D. PARSONS, JUDITH RODIN, ROBERT E. RUBIN, ROBERT L. RYAN, FRANKLIN A. THOMAS, THE PLANS ADMINISTRATION COMMITTEE OF CITIGROUP, INC., THE INVESTMENT COMMITTEE and JOHN DOES 1-30,	:	
Defendants.	:	

-----x

STEPHEN GOLDSTEIN, on Behalf of Himself and a Class of Persons Similarly Situated,	:	
Plaintiff,	:	Civil Action No: 07 Civ. 11158
v.	:	
CITIGROUP INC., THE PLANS ADMINISTRATION COMMITTEE OF CITIGROUP, INC., MICHAEL E. SCHLEIN, CHARLES PRINCE, C. MICHAEL ARMSTRONG, ALAIN J.P. BELDA, GEORGE DAVID, KENNETH T. DERR, JOHN M. DEUTCH, ROBERTO HERNANDEZ RAMIREZ, ANDREW N. LIVERIS, ANNE MULCAHEY, RICHARD D. PARSONS, JUDITH RODIN, ROBERT E. RUBIN, ROBERT L. RYAN, AND FRANKLIN A. THOMAS, And JOHN DOES 1-30,	:	
Defendants.	:	

-----x
CHRIS SOUTHARD, on Behalf of All :
Others Similarly Situated, :
Plaintiff, : Civil Action No: 07 Civ. 11164
v. :
CITIGROUP INC., CHARLES O. :
PRINCE, C. MICHAEL ARMSTRONG, :
ALAIN J.P. BELDA, GEORGE DAVID, :
KENNETH T. DERR, JOHN M. DEUTCH, :
ROBERTO HERNANDEZ RAMIREZ, :
ANN DIBBLE JORDAN, KLAUS :
KLEINFELD, ANDREW N. LIVERIS, :
ANNE MULCAHY, RICHARD D. :
PARSONS, JUDITH RODIN, ROBERT E. :
RUBIN, ROBERT E. RUBIN, FRANKLIN :
A. THOMAS, JOHN DOES 1-20 (BEING :
CURRENT AND FORMER MEMBERS :
OF THE PLANS ADMINISTRATIVE :
COMMITTEE OF CITIGROUP INC.) :
and JOHN DOES 21-40 (BEING :
CURRENT AND FORMER MEMBERS :
OF THE INVESTMENT COMMITTEE :
OF THE CITIGROUP INC. 401(K) PLAN), :
Defendants. :

FRANCIA BRICK, individually and on :
Behalf of all others similarly situated, :
Plaintiff, : Civil Action No: 07 Civ. 11369
v. :
CITIGROUP INC., CHARLES PRINCE, :
THE PLAN'S ADMINISTRATIVE :
COMMITTEE OF CITIGROUP, INC., :
THE 401(k) INVESTMENT COMMITTEE, :
And JOHN DOES 1-10, :
Defendants.

-----x
 WILLIAM and PATRICIA WOODWARD, :
 individually and on Behalf of All Others :
 Similarly Situated, :
 :
 Plaintiffs, : Civil Action No: 07cv11207
 v. :
 :
 CITIGROUP INC., CHARLES PRINCE, :
 ROBERT E. RUBIN, C. MICHAEL :
 ARMSTRONG, ALAIN J. P. BELDA, :
 GEORGE DAVID, KENNETH T. DERR, :
 JOHN M. DEUTCH, ROBERTO :
 HERNANDEZ RAMIREZ, ANDREW N. :
 LIVERIS, ANN MULCAHEY, RICHARD :
 D. PARSONS, JUDITH RODIN, ROBERT :
 L. RYAN, FRANKLIN A. THOMAS, ANN :
 DIBBLE JORDAN, KLAUS KLEINFELD :
 AND DUDLEY C. MECUM, and JOHN :
 and JANE DOES 1-10, :
 :
 Defendants. :

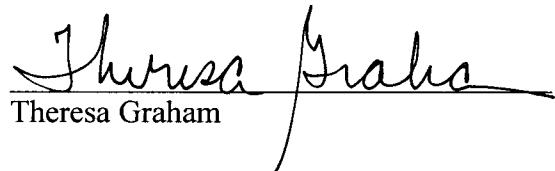
CERTIFICATE OF SERVICE

I, Theresa Graham, hereby certify that I am over the age of 18, and am employed by the Law Firm of Cohen, Milstein, Hausfeld & Toll, P.L.L.C. On this 21st day of January, 2008, I caused true and accurate copies of the foregoing Notice of Motion to Admit Michelle C. Yau *Pro Hac Vice*, Declaration of Lynda J. Grant in Support of Motion to Admit Counsel *Pro Hac Vice*, Affidavit of Michelle C. Yau in Support of Motion to Admit Counsel *Pro Hac Vice* and the Certificate of Good Standing attached thereto, and Proposed Order for Admission *Pro Hac Vice* on Written Motion, via First-Class mail, upon the following counsel of record:

Citigroup ERISA Litigation Service List

Attorneys for Defendants Lawrence B. Pedowitz, Esq. John Lynch, Esq. Bradley R. Wilson, Esq. WATCHELL, LIPTON, ROSEN & KATZ LLP 51 West 52 nd Street New York, New York 10019-6150 Telephone: 212-403-1000 Fax: 212-403-2000	Attorneys for Plaintiff Samier Tadros (07-cv-10442-SHS) Robert I. Harwood, Esq. Jeffrey M. Norton, Esq. HARWOOD, FEFFER LLP 488 Madison Avenue New York, New York 10022 Telephone: 212-935-7400 Fax: 212-753-3630
Attorneys for Plaintiff Anton Rappold (07-cv-10396-UA) Susan Salvetti, Esq. ZWWERLING, SCHACHTER & ZWERLING LLP 41 Madison Avenue New York, New York 10010 Telephone: 212-223-3900 Fax: 212-371-5969	Attorneys for Plaintiff James Bolla (07-cv-10461-UA) Ann D. White, Esq. ANN D. WHITE LAW OFFICES P.C. 165 Township Line Rd, Ste. 2400 Jenkintown, PA 19046-3535 Telephone: 215-481-0273 Fax: 215-481-0271
Attorneys for Plaintiff Meredith Tranberg (07-cv-10341-UA) Jeffrey Squire, Esq. BRAGAR WEXLER & EAGEL, PC 885 Third Avenue, Suite 3040 New York, New York 10022 Telephone: 212-308-5858 Fax: 212-486-0462	Attorneys for Plaintiff Mark Geroulo (07-cv-10472-UA) Romen Sarraf, Esq. Joseph Gentile SARRAF GENTILE LLP 485 Seventh Avenue, Suite 1005 New York, New York 10018 Telephone: 212-868-3610 Fax: 212-918-7967 Robert A. Izard, Esq. SCHATZ NOBEL IZARD P.C. 20 Church Street, Suite 1700 Hartford, CT 06103 Telephone: 860-493-6292 Fax: 860-493-6290

Attorneys for Plaintiff Chris Southard (07-cv-11164) Thomas J. McKenna, Esq. GAINAY & MCKENNA 295 Madison Avenue, 4 th Floor New York, New York 10017 Telephone: 212-983-1300 Fax: 212-983-0383	Attorneys for Plaintiff Alan Stevens (07-cv-11156) Lori G. Feldman, Esq. Arvind B. Khurana, Esq. MILBERG WEISS LLP One Pennsylvania Plaza New York, New York, 10019 Telephone: 212-594-5300 Fax: 212-868-1229
Attorneys for Plaintiff Stephen Gray (07-cv-9790-SHS) Marian P. Rosner, Esq. Robert C. Finkel, Esq. Andrew E. Lencyk, Esq. WOLF POPPER LLP 845 Third Avenue New York, New York 10022 Telephone: 212-759-4600 Fax: 212-486-2093	Attorneys for Plaintiff Steven Goldstein (07-cv-11158-UA) Edwin J. Mills, Esq. STULL, STULL & BRODY 6 East 45 th Street New York, New York 10017 Telephone: 212-687-7230 Fax: 212-490-2022
Attorneys for Plaintiff Francia Brick (07-cv-11369-UA) William R. Weinstein Steven L. Wittels Jeremy Heisler SANFORD WITTELS & HEISLER, LLP 950 Third Avenue, 10 th Floor New York, New York 10022 Telephone: 646-723-2947 Fax: 646-723-2948	


Theresa Graham